

Form PTO-1504
1-31-92RECORDATION FORM COVER SHEET
TRADEMARKS ONLYU.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy hereof.

1. Name of conveying party(ies):

WESLEY-JESSEN CORPORATION

☐ Individual(s) ☐ Association
☐ General Partnership ☐ Limited Partnership
☒ Corporation-State Delaware
☐ Other _____

 Additional name(s) of conveying party(ies)
 attached _____ Yes ☒ No

3. Nature of conveyance:

☐ Assignment ☐ Merger
☐ Security Agreement ☐ Change of Name
☒ Other To correct Receiving Party's Name in
Security Interest recorded at Reel/Frame
001563/0395.

Execution Date: February 19, 1997

2. Name and address of receiving party(ies):

Name: BANKERS TRUST COMPANYAddress: One Bankers Trust PlazaNew York, New York 10006

☐ Individual(s) citizenship _____
☐ Association _____
☐ General Partnership _____
☐ Limited Partnership _____
☐ Corporation-State _____
☐ Other _____

If assignee is not domiciled in the United States, a
domestic representative designation is attached:Yes ☐ No ☒(Designations must be a separate document from
Assignment)

Additional name(s) & addresses attached?

Yes ☐ No ☒

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s).

SEE ATTACHEDAdditional Numbers attached? ☒ Yes ☐ No5. Name and address of party to whom
correspondence concerning document should
be mailed:Name: Nancy SabarraInternal Address: Fross Zelnick Lehrman
& Zissu, P.C.Street Address: 866 United Nations PlazaCity: New York State: NY Zip: 10017

Tel: (212)813-5900; Fax: (212)813-5901

6. Total number of applications and
and registration involved:.....117. Total fee (37 CFR 3.41) \$ 290.00

☒ Authorized to be charged to deposit
 account
 (Only if total fee is not sufficient)

8. Deposit account number:

23-0825: Docket No. - NOCH - 0405954

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a
true copy of the original document.
Nancy Sabarra
 Name of Person Signing

Nancy Sabarra
 Signature

October 4, 2004
 Date

Total number of pages comprising cover sheet: _____

SCHEDULE

<u>TRADEMARK</u>	<u>REGISTRATION NO.</u>
WESLEY JESSEN	895,986
DURASOFT	1,016,774
FLEXIWEAR	1,441,926
LITETINT	1,476,624
OPTIFIT	1,501,211
OPTI-MARK	1,623,364
COMPLEMENTS	1,593,996
CORPORATE OPTOMETRY REPORTS	1,618,199
TODAY'S PRACTICE	1,667,179
FRESH LOOK	1,745,096
FRESHLOOK COLOR ENHANCERS	2,123,193

03-25-1997

Form PTO-1584
1-21-92

MRS Mac 13, 1997

1043/6245

OVER SHEET
5 ONLY

RECEIVED

U.S. DEPARTMENT OF COMMERCE

Trademark Office

MAR 13 1997

To the Honorable Commissioner of Patents and Trademarks: Please record the attached only. RECEIVED BY MAIL

1. Name of conveying party(ies):

Wesley-Jessen Corporation

☐ Individuals☐ Association☐ General Partnership -☐ Limited Partnership☒ Corporation-State/Delaware☐ OtherAdditional name(s) of conveying party(ies) attached? ☐ Yes ☒ No

3. Nature of conveyance:

☒ Assignment Security☐ Merger☐ Security Agreement Interest☐ Change of Name☐ Other

Execution Date: February 19, 1997

2. Name and address of receiving party(ies):

Name: Bankers Trust Corporation

Internal Address:

Street Address: One Bankers Trust Plaza

City: New York State: NY ZIP: 10006

☐ Individual(s) citizenship☐ Association☐ General Partnership☐ Limited Partnership☒ Corporation - banking☐ OtherIf assignee is not domiciled in the United States, a domestic representative designation is attached: ☐ Yes ☒ No

(Designations must be a separate document from Assignment)

Additional name(s) & addresses attached? ☐ Yes ☒ No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

Trademark Registration No.(s)

1,227,395

Additional numbers attached? ☒ Yes ☐ No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Michelle Papini

Internal Address: White & Case

Room 2623

Street Address: 1155 Avenue of the Americas

City: New York State: NY ZIP: 10036

6. Total number of applications and registrations involved:

33

7. Total fee (37 CFR 3.41): \$840.00

☒ Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Michelle Papini

Name of Person Signing

Signature

2/21/97

Date

Total number of pages comprising cover sheet:

1

OMB No. 0651-0011 (exp. 4/94)

420 VM 03/24/97 1227395
0 481 40.00 CN
0 482 800.00 CNTRADEMARK
REEL: 1563 FRAME: 0118

REEL: 002951 FRAME: 0118

Schedule A

<u>MARK</u>	<u>REGISTRATION NO.</u>	<u>REGISTRATION DATE</u>
AIRLENS	1,227,395	02/15/83
AQUAFLEX	993,877	09/24/74
ASEPTOPLAST	790,683	06/08/65
BICONS	680,412	06/16/59
COMPLEMENTS	1,593,996	05/01/90
CON-TA-CHEK	684,036	08/25/59
CONTACTISOL	675,919	03/24/59
CONTACTOMETER	678,863	05/19/59
CORNEAL ANALYSIS	1,047,911	09/07/76
CORPORATE OPTOMETRY REPORTS	1,618,199	10/16/90
DURASOFT	1,016,774	07/29/75
FIRST PRACTICE	1,996,682	08/27/96
FLEXIWEAR	1,441,926	06/09/87
FRESH LOOK	1,745,096	01/05/93
LENSVISION	1,749,317	01/26/93
LITETINT	1,476,624	02/16/88
LUMICON	757,726	10/01/63
OPTI-FRESH	1,736,286	12/01/92
OPTI-MARK	1,623,364	11/20/90
OPTIFIT	1,501,211	08/23/88
SPHERCON	663,786	07/01/58
SUPERSOFT	1,146,934	02/10/81
TAMA	682,777	08/04/59
TAMA	678,223	05/05/59
TODAY'S PRACTICE	1,667,179	12/03/91
TORCON	703,951	09/06/60
WESLEY-JESSEN	895,986	08/04/70
WJ AND DESIGN	1,130,641	02/12/80
WJ AND DESIGN	1,697,337	06/30/92

TRADEMARK
 REEL: 1563 FRAME: 0536

REEL: 002951 FRAME: 0119

<u>MARK</u>	<u>APPLICATION NO.</u>	<u>APPLICATION DATE</u>
FRESHLOOK COLOR ENHANCERS	75/160,234	09/04/96
LENS	75/031,212	12/11/95
OPTIFIT ABC	75/045,484	01/18/96
SELECT	75/109,731	05/24/96

**GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS**

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, WESLEY-JESSEN CORPORATION, a Delaware corporation ("the Grantor") with principal offices at 333 East Howard Avenue, Des Plaines, IL 60018-5903, hereby grants to Bankers Trust Company, as Collateral Agent, with principal offices at One Bankers Trust Plaza, New York, New York 10006 (the "Grantee"), a security interest in (i) all of the Grantor's right, title and interest in and to the United States trademarks, trademark registrations and trademark applications (the "Marks") set forth on Schedule A attached hereto, together with (ii) all Proceeds (as such term is defined in the Security Agreement referred to below) and products of the Marks, and (iii) the goodwill of the businesses with which the Marks are associated and (iv) all causes of action arising prior to or after the date hereof for infringement of any of the Marks or unfair competition regarding the same.

THIS AGREEMENT is made to secure the satisfactory performance and payment of all the Obligations of the Grantor, as such term is defined in the Security Agreement among Grantor, the other assignors from time to time party thereto and the Grantee, dated as of February 19, 1997 (as amended from time to time, the "Security Agreement"). Upon the occurrence of the Termination Date (as defined in the Security Agreement), the Grantee shall, upon such satisfaction, execute, acknowledge, and deliver

0000EK7E.W51

TRADEMARK
REEL: 1563 FRAME: 0398

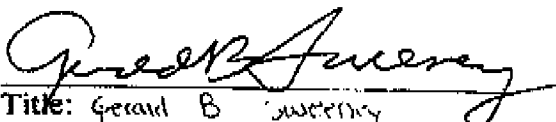
TRADEMARK
REEL: 002951 FRAME: 0121

to the Grantor an instrument in writing releasing the security interest in the Marks acquired under this Agreement.


This Agreement has been granted in conjunction with the security interest granted to the Grantee under the Security Agreement. The rights and remedies of the Grantee with respect to the security interest granted herein are without prejudice to, and are in addition to those set forth in the Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Agreement are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

IN WITNESS WHEREOF, the undersigned have executed this Agreement as of the 19th day of February, 1997.

WESLEY-JESSEN CORPORATION,
as Grantor

By 
Title: Gerald B. Sweeney
Assistant Secretary

BANKERS TRUST COMPANY,
as Collateral Agent and Grantee

By 
Title: Managing Director

STATE OF NEW YORK)
) SS.:
COUNTY OF NEW YORK)

On this 19th day of February, 1997, before me personally came
Gerald B. Sweeney who, being by me duly sworn, did state as follows: that he is
Assistant Secretary of Wesley-Jessen Corporation, that he is authorized to execute the fore-
going Agreement on behalf of said corporation and that he did so by authority of the Board
of Directors of said corporation.

Keri L. Sarajian
Notary Public

KERI L. SARAJIAN
Notary Public, State of New York
No. 01SA5064764
Qualified in New York County
Commission Expires Aug. 28, 1998

0000EK7E.W51

TRADEMARK
REF: 1563 FRAME: 0400
TRADEMARK

REEL: 002951 FRAME: 0123

STATE OF NEW YORK)
) ss.:
COUNTY OF NEW YORK)

On this 19th day of February, 1997, before me personally came Mary Kay Gaglio who, being by me duly sworn, did state as follows: that she is Managing Director of Bankers Trust Company, that she is authorized to execute the foregoing Agreement on behalf of said corporation and that she did so by authority of the Board of Directors of said corporation.

Keri L. Sarajian
Notary Public

KERI L. SARAJIAN
Notary Public, State of New York
No. 01SA5064764
Qualified in New York County
Commission Expires Aug 26, 1998

0000EK7E.W51

RECEIVED: 03/13/1997

RECORDED: 10/04/2004

TRADEMARK
REEL: 1563 FRAME: 0401

TRADEMARK
REEL: 002951 FRAME: 0124
** TOTAL PAGES: 09 **